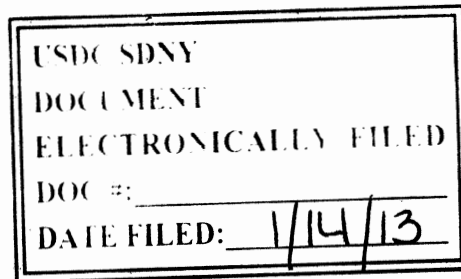


Form 1

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK



----- X  
CERTAIN UNDERWRITERS AT LLOYD'S,  
LONDON,

Plaintiff,

-against-

CONVERGYS CORPORATION and  
CONVERGYS CUSTOMER MANAGEMENT  
GROUP, INC.,

Defendants.  
----- X

INDEX NO. 12-CV-8968 (JMF)

**STIPULATION AND ~~PROPOSED~~ ORDER**

This Stipulation is entered into between Plaintiff Certain Underwriters at Lloyd's, London, Syndicates 623 and 2623, and Defendants Convergys Corporation and Convergys Customer Management Group, Inc., by and through their undersigned counsel.

WHEREAS, on November 20, 2012, Plaintiff filed its Summons and Complaint (the "Complaint") against Defendants in the Supreme Court of the State of New York, County of New York, Index No. 654029/2012;

WHEREAS, on December 10, 2012, Defendants filed their Notice of Removal in this action;

WHEREAS, Defendants' last day to answer or otherwise respond to the Complaint was December 17, 2012;

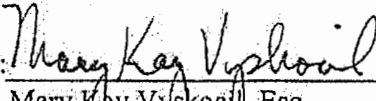
WHEREAS, Defendants filed a stipulation and proposed order on December 14, 2012, extending Defendants' time to answer or otherwise respond to the Complaint until January 16, 2013, which was so ordered by this Court on December 14, 2012;


IT IS HEREBY STIPULATED AND AGREED that, subject to any further agreement or Order of this Court:

1. Defendants shall file an answer or otherwise respond to the Complaint on or before February 15, 2013.

Dated: New York, New York  
January 11, 2013


Respectfully submitted,

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*Customer Management Group, Inc.*

SO ORDERED.

Dated: January 14, 2013

  
Hon. Jesse M. Furman  
United States District Judge